

**UNITED STATES DISTRICT COURT FOR THE
SOUTHERN DISTRICT OF NEW YORK**

OPERATING ENGINEERS
CONSTRUCTION INDUSTRY AND
MISCELLANEOUS
PENSION FUND,

Plaintiff,

v.

JAMES DIMON, ASHLEY BACON,
LINDA B. BAMMANN, JAMES A.
BELL, JOHN H. BIGGS, CRANDALL C.
BOWLES, STEPHEN B. BURKE, TODD
A. COMBS, DAVID M. COTE, JAMES S.
CROWN, MARY C. ERDOES,
TIMOTHY P. FLYNN, ELLEN V.
FUTTER, MELLODY HOBSON, JOHN
J. HOGAN, LABAN P. JACKSON, JR.,
JOHN W. KESSLER, ROBERT I. LIPP,
RICHARD A. MANOOGIAN, MICHAEL
A. NEAL, DAVID C. NOVAK, LEE R.
RAYMOND, JAMES E. STALEY,
WILLIAM C. WELDON, and BARRY L.
ZUBROW,

Case No. 1:23-cv-03903-JSR

Defendants,

and

JPMORGAN CHASE & CO.,

Nominal Defendant.

**STIPULATION AND [PROPOSED] ORDER OF DISMISSAL
OF CERTAIN DEFENDANTS WITHOUT PREJUDICE**

WHEREAS, Plaintiff's Verified Stockholder Derivative Complaint (the "Complaint"), filed on May 9, 2023, asserts claims against Defendants Ashley Bacon, Mary Erdoes, John J. Hogan, and Barry Zubrow (collectively, the "Dismissed Officer Defendants") for breach of fiduciary duty (Counts II and III); and

WHEREAS, the undersigned parties have agreed to dismissal of the Dismissed Officer Defendants from the above-captioned litigation (the “Action”) pursuant to the agreement outlined below.

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned parties, that:

1. The Dismissed Officer Defendants are dismissed from this Action in their entirety and without prejudice pursuant to Rule 41(a)(1) of the Federal Rules of Civil Procedure;
2. The Dismissed Officer Defendants will submit, without waiver herein of any objections, including objections to duplicative discovery, to discovery under the Federal Rules of Civil Procedure and Local Rules (including Federal Rules 26, 33, 34, and 36) as though the Dismissed Officer Defendants were parties to the Action, including document and deposition discovery;
3. In accordance with and to the extent required by the Federal Rules of Civil Procedure, and without waiver of any objections, the Dismissed Officer Defendants will make themselves available for any trial, hearing, or other Court proceeding at which Plaintiff determines in good faith that the live testimony of the Dismissed Officer Defendants is necessary;
4. The Dismissed Officer Defendants agree to toll any limitations period applicable to the claims asserted against them in Count II and Count III of the Complaint, with such tolling running from the date of entry of this stipulation until November 30, 2023, unless extended by mutual agreement of all Parties; and

5. The Court retains jurisdiction over the implementation and enforcement of the terms of this Stipulation and any disputes arising from or relating thereto.

Dated: June 30, 2023

GRANT & EISENHOFER P.A.

/s/ Rebecca A. Musarra

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